EXHIBIT A

RESEARCH

Industrial Liaison Program
Software Distribution Office

Electrical Engineering &
Computer Sciences
479 Cory Hall
University of California at Berkeley
Berkeley, CA 94720

(510) 643-6687

RESEARCH SOFTWARE

Industrial Liaison Program
Fall 1991

Software Distribution Office
Electrical Engineering & Computer Sciences
Electronics Research Laboratory
479 Cory Hall
University of California at Berkeley
Berkeley, CA 94720

(510) 643-6687

(Note new area code)

Domestic Ordering Information

1. Remove the enclosed order form and fill it out. For UPS delivery, you must include a street address (no APO/FPO or P.O. box addresses).

2. Remove the enclosed Agreement Form and make sure that you read and sign it (photocopied signatures will not be accepted).

3. When more than one version of a program is available, specify clearly which version you want.

4. Consult each program description for prices of programs, documentation, and special licensing/distribution restrictions.

5. Mail the completed order, agreement form, and any required letters with your payment, check or money order (sorry, we do not accept purchase orders) to the address indicated on the order form.

6. Express Service: Be sure to mark the correct box on the form and include the additional express charge as well as the regular materials and handling charges.

Oct Tools, Release 5.0

Oct Tools is a collection of programs and libraries that together form an integrated system for IC design. The system includes tools for PLA and multiple-level logic synthesis, standard-cell placement and routing, and custom-cell design, and a variety of utility programs for manipulating schematic, symbolic, and geometric design data. Most tools are integrated with the Oct data manager, the VEM user interface, and the design manager VOV.

The new software in this distribution includes:

VOV	Trace-based design manager
symhelp, rpc-symhelp	Checks and cleans up symbolic cells
spice3e	SPICE circuit simulator, version 3e1 (user's manual not included).
oct2hilo	Converts cells to HILO format (courtesy of MCC).
phyt	Adds text strings to layout.
tech-edit, tapPP, tap-print	For support of technology descriptions (e.g., layout design rules).

Also included are the following programs, most of which were already in 4.0 and have since been updated and improved:

attache	Text-based Oct editor and browser
bdnet	Converts a text-based netlist format to Oct .
bdsyn	Extracts combinational logic equations from a description written in the BDS hardware description language
chipstats	Prints out statistics about a chip
ciftooct	Converts cells from CIF to Oct format
crystal	The Crystal timing analyzer with an Oct interface
espresso	Multiple-valued PLA minimization program
gem	CMOS gate-matrix module generator
genie	Generalized array optimizer
hpgl	Converts Oct to HPGL format

jedi	State assignment program
jumbo	Netlist partitioner
lightlisp	C-based interpreter for a subset of CommonLisp
mag2oct	Converts cells from MAGIC to Oct format
mighty	Rip-up-and-reroute router
misII	Multiple-level logic optimization program
mizer	Minimizes the number of vias in a cell
mosaico	Macrocell place-and-route system .
msumap	Convert a schematic of MSU Standard cell symbols to physical views
musa	Simulates logic and gate-level circuits read from Oct or sim files (with X11R4 graphics capability)
mustang	State assignment program for multiple-level finite state machines
nova	State assignment program for PLA-based finite state machines
oct2ps	Generates a PostScript representation of an Oct facet
octdiff	Compares two Oct facets and reports the differences
octdrc	Checks a design for DRC violations
octflatten	Geometry and netlist flattener
octgc	Garbage collector for objects in an Oct facet
octlisp	LightLisp with Oct bindings
octmm	Mask manipulation program
octpla	PLA generation program
octprop	Adds properties and bags to Oct facets
octspice	Oct interface to the SPICE3C1 circuit simulator
octtocif	Converts cells from Oct to CIF format
padplace	Assigns locations and/or creates formal terminals/pads for a facet. Also does pad power/ground ring routing

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pat2tap	Converts text-based technology descriptions to tap
prim	Generates vias
puppy	Simulated-annealing based placement program
putconst	Allows the user to place compaction constraints on instances and formal terminals
sparcs	Symbolic layout spacing and compaction program
TimberWolfSC	Standard-cell placement and global routing program
vem	Extensible graphics editor using the X Window System (X11R4)
vulcan	Cell abstraction generator supporting hierarchical design
wolfe	Standard-cell design style macrocell generator
yacr	Channel routing program
yal2oct	Converts a YAL description to Oct

The following VEM Remote Procedure Call (RPC) applications are included:

rpc-crystal	An RPC version of the Crystal program
rpc-dbx	Allows the use of dbx on RPC applications
rpc-error	Interactively displays errors
rpc-sparcs	An RPC version of the Sparcs program

The following packages are included:

avl	AVL tree package
cif, cp	CIF parser package
da	Dynamic array package
error	Creates error information for use by rpc-error
errtrap	Exception-handling package
fang, harpoon	Manhattan geometry manipulation packages for Oct

Fall 1991

fc	Filename completion package
gu	Geometric updates package
iv	Allows interactive changing of variables (X11R4)
kd	K-D tree package
lel	Label evaluation package
LightLisp	C-based interpreter for a subset of CommonLisp
list	Doubly linked list package
mkarray	Places and wires array-based layout structures
mm	Memory allocation package
nle	Netlist editing package
oct	Data manager
OctLisp	LightLisp with Oct bindings
octmm	Oct mask modification package
oh	Oct helper functions and macros
options	Option parsing and usage message package
port	Portability package
region	Region searching package for Oct
rpc	VEM/Oct remote procedure call library
st	Hash table package
symlib	Symbolic policy library
tap	Technology access package
timer	Multiple stop watch timer package
tr	Transform package
uprintf	Parses and formats variable length argument lists
utility	Utility/system services package
vov	nterface for the design manager VOV
vulcan	Cell-abstraction generation package
xg	Graph-drawing package (X11R4)

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Also included is the Microelectronics and Computer Corporation (MCC) Data Management System (DMS) for Oct.

The following cell libraries are included:

MSU Standard Cell Library, version 2.2
PLA Primitives
MOSIS Pads
UCB Pads
Gate-Matrix Primitives

Hardware/Operating System Requirements: The software loads in approximately 70MB and requires approximately 120MB to build all of the programs. Spice3E and the Gnu software must be compiled separately. The software has been built and tested on the following combinations of machines and operating systems: DEC VAX running Ultrix 2.2, 3.X, and 4.1, and 4.3BSD UNIX; DECstation 3100 running Ultrix 4.1; SEQUENT Symmetry running DYNIX; Sun 3 and 4 running OS 3.5 and 4.0 and Sun SparcStation running OS 4.0. The program has been tried on the following machines, but is not supported: HP 9000/350 running HP BSD and HPUX 7.0, Apollo running SR10, IBM RS/6000 running AIX 3.1, and IBM RT/PC running AIX 2.2 and ACS.

Please note that most of these tools are the results of previous or ongoing research projects and do not always form a turnkey or production system. They have bugs that we have not yet found and do not always work together as well as they should. While they work for us (CAD researchers, IC designers, VLSI classes) and other universities, you may have to modify them to fit them into your CAD system.

Additonal Software Required: X Window System V11R4

Versions Available: UNIX, Sun Systems (3 or 4) .

Distribution Media: 9-track, 1600 BPI, 2400-ft. magnetic tape; 1/4" cartridge tape (DC6150, 134M or TK50), please specify.

Source Code: Yes

Object Code: No

Materials/Handling fee: $250.00

Documentation included with the tape (and on the tape):

Note: At press time, complete written documentation for Release 5 was not yet available. Some of the updated documentation is included on the tape. Please contact the Software Office regarding the availability and purchase price of the written documentation.

1.   Release Notes for Oct 3.5 (contains Installation Notes). Available separately for $10.00.

2.   Tool User's Guide and Tutorials (includes tutorial for VOV (Oct Tools Version 5)). Available separately for $30.00.

3.   Tool Man Pages. Available separately for $20.00.

4.   A Programmer's Guide to Oct. Available separately for $10.00.

5.   A User's and Programmer's Guide to RPC: Remote Procedure Call Package for Oct/VEM. Available separately for $5.00.

6.   Policy Guides for Oct. Available separately for $5.00.

7.   Programmer-Level Documentation. Available separately for $5.00.

8.   Creating Technologies and Cell Libraries for use with the Oct Tools. Available separately for $10.00.

9.   Volume 6: Light/Oct/Vem/Lisp. Available separately for $30.00.

Foreign Distribution: Contact Software Office

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AGREEMENT—Research Software

Distributed by the Industrial Liaison Program, Department of Electrical Engineering and Computer Sciences/Electronics Research Laboratory, University of California at Berkeley

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ORGANIZATION: _____

DATE: _____

EECS/ERL INDUSTRIAL LIAISON PROGRAM
RESEARCH SOFTWARE ORDER FORM

We cannot accept purchase orders or credit cards.

SHIP TO:

Name _____

Company Name _____

Mail code/stop _____

Address _____

City/State/Zip _____

Daytime Phone Number (required) ( ) _____

UPS CANNOT DELIVER TO APO/FPO ADDRESSES OR P.O. BOXES.

[ ] **EXPRESS SERVICE (U.S. ONLY):** Check here. Orders will be shipped by UPS Next Day Air within 4 days of receipt in the Software Office. For charges and limits see page II of the catalog. Express shipments must be ordered separately from regular shipments: use separate order form and enclose separate payment.

MAIL TO:

Cindy Manly-Fields
Software Distribution Office
EECS/ERL Industrial Liaison Program
479 Cory Hall
University of California at Berkeley
Berkeley, CA 94720

PLEASE MAKE CHECKS PAYABLE TO:

The Regents of the University of California

Please make sure that your order and your check are sent in the same envelope; sending the check independently of the order or to a different address may prevent us from filling your order.

PROGRAM	DISTRIBUTION MEDIA UNIX VMS	ADDITIONAL DOCUMENTATION List one document per line	QUANTITY	TOTAL AMOUNT

DSDD, HD, 1/4" cartridge tape

List by ERL Memo No. or title for those without a number.

Subtotal

Sales Tax
CA residents only 8.25%,

Express Service

TOTAL

TAX EXEMPT NO.

DID YOU REMEMBER TO:

1. Sign, date, and include the Agreement?
2. Specify clearly which version you want?
3. Prepay with a check or money order? (Sorry, no purchase orders or credit cards.)
4. Include any necessary letters?
5. Include your daytime phone number?

Letter of Assurance

(This is a sample. Please use company letterhead for your letter).

Date
Department of Electrical Engineering
University of California at Berkeley
Berkeley, CA 94720
U.S.A.

Dear Department of Electrical Engineering and Computer Scineces:

[Name of Organization or Institution] hereby assures the University of California that the software and documentation provided hereunder or any immediate product (including processes and services) produced directly by use of the software and/or documentation is not intended to and will not be shipped, either directly or indirectly, to Afghanistan, the People's Republic of China, or any country listed in Country Group Q, S, W, Y, or Z, as specified in Part 770 of the Export Administration Regulations of the United States Department of Commerce, as of May 30, 1989.

[Name of Organization or Institution] hereby further assures the University of California that the software and documentation provided hereunder and the immediate product (including processes and services) produced directly by use of the software and/or documentation will not be made available to or for use by or for military or police entities of the Republic of South Africa or Namibia and that the software and documentation will not be made available to or for use by or for the apartheid-enforcing entities identified in Part 785 of the Export Administration Regulations of the United States Department of Commerce, as of May 30, 1989.

Licensee agrees to abide by any new Export Administration Regulations regarding the re-export of technical data as well as the use of technical data by the Republic of South Africa and Namibia issued by the United States Department of Commerce subsequent to execution of this License Agreement. Regulations and information may be obtained from the Office of Export Administration, International Trade Administration, Department of Commerce, Washington, DC 20230.

The provisions of this letter of assurance shall survive and continue after any termination of any agreement under which the software and documentation are provided.

Sincerely,

Signed by member of your organization

EXHIBIT B

UNITED STATES DISTRICT COURT

DISTRICT OF DELAWARE

SYNOPSYS, INC.,	)
	)
Plaintiff,	)
	)
-vs-	) CASE NO. 05701GMS
	)
MAGMA DESIGN AUTOMATION,	)
	)
Defendant.	)
_____	)

DEPOSITION OF CINDY MANLY-FIELDS

DATE: November 6, 2006
TIME: 9:37 a.m.

LOCATION: Dechert, LLP
                 1117 California Avenue
                 Palo Alto, California 94304-1106

REPORTED BY: Diane S. Martin
                 Certified Shorthand Reporter
                 License Number C-6464

1   could send it out to the public if the public requested

2   it. They could take the source code. They could try

3   doing things with it, but they had to acknowledge that

4   it was -- it was developed at Berkeley. But -- and that

5   you weren't allowed to charge for the source code

6   itself.

7   So you couldn't say this is my -- public domain

8   to me, my understanding was is that it was sent out to

9   the public. Here is a piece of software. You get to

10   use it. It's copyrighted by Berkeley, but we're letting

11   you use it freely. But you can't charge for it. That

12   was my understanding.

13   BY MR. BOYCE:

14   Q   Do you recall anybody actually ordering

15   Octtools and receiving a distribution?

16   A   Oh, a lot of people did, but I don't have

17   records on who. We used to keep records. Everything

18   was handwritten in terms of our recordkeeping at that

19   time because we didn't have -- like I said, we had

20   computers, but I don't think Microsoft was out at that

21   time, or it might have been. I didn't use it, but we

22   were using UNIX at the time. Everything I had to do was

23   in UNIX, so yeah, tell me about it. I had to format

24   everything. So everything was done in UNIX.

25   So all the orders, the order forms, everything

21

DEPOSITION OF CINDY MANLY-FIELDS - 11/6/2006

1   was in paper. I would have a file folder, here are the

2   papers, so the orders would come in, we would process

3   it, and then it would just go into a file folder, and

4   then it went into the drawer. And the monies would go

5   to UC Regents.

6   Q   Okay. I'd like to just go through the exact

7   steps of a typical order, order process.

8   So you said the first thing, somebody would

9   contact you?

10   A   Well, there are two ways people could do it.

11   You could actually walk into my office, if you wanted

12   to. Or what would happen is somebody would call up and

13   say, "I want to order Octtools." I'd tell them okay.

14   So what we would have to do is let me send you a

15   catalog. We sent them the catalog, I said, because in

16   the catalog is an order form.

17   So I'd send them the catalog because I didn't

18   fax in those days either because I'd get too many

19   orders. So I'd send them the catalog. Then they would

20   fill out the form. They'd have to sign the back of it.

21   If it wasn't -- I was real anal. If they didn't sign

22   the back, you didn't get the software. I'd have to send

23   it back to you, okay.

24   They'd have to sign the back stating that they

25   understood what the rules and regulations were, and then

                                                         22

DEPOSITION OF CINDY MANLY-FIELDS - 11/6/2006

1   what we would do is they'd have to attach a check, and

2   then we would pack up the software.

3   We had a little office that we actually had --

4   all the source codes were made by the students for me,

5   and we would have extra books that we kept downstairs,

6   and we would have copies made -- ERL provided the books

7   for us because I'd tell them I need X amount of books,

8   and then we would distribute whatever books went with

9   the -- the software.

10   Q   You said ERL was downstairs?

11   A   Yeah. Okay. ERL was on the second floor.

12   They had a whole little section made, and so I think it

13   was at the time Doris was handling ERL stuff. Her name

14   was Doris. And I don't know exactly what her procedure

15   was. I think the students would -- after they wrote the

16   book, they would go to her. She would give them an ERL

17   memorandum number. So you would see some of the books

18   might be called ERL M520. 520 happened to be SPICE. I

19   remember that one. But that would be in it, and then it

20   would have a title, and then the student's name and the

21   faculty, the actual book, same cover, and it was

22   bounded. There's the book.

23   And they kept copies, I believe, downstairs. I

24   would get the extra copies, so that we would send it

25   out, have them bind it for us and ready for

23

1   distribution, so people would get that information with

2   the source code itself. It's this big round thing. I

3   remember Octtools came like this on a big round reel at

4   that time.

5   Q   Okay. So you said you would receive a form and

6   a check?

7   A   That's correct. That was the first step. And

8   I checked to make sure that I got the check, that I

9   understood what they needed, and then I checked to see

10   on the back if they signed the contract. Those were the

11   three things I -- I looked for. Then I put -- then I

12   would take that order, because I'd get them all in the

13   mail, and I would put them in another folder that meant

14   to be processed, and then I had students that would

15   process them for me.

16   They went into another little room where we

17   actually had mailing -- you know, all the mailing stuff

18   you needed, the envelopes, the -- you know, would put a

19   copy -- the student would go into this other little

20   room.

21   Q   Where was that room?

22   A   It was adjacent to my office. It was a

23   little -- you know, a small little room, and it had

24   usually no windows or anything. But it would have in

25   it -- the books would be in there. We would have a

24

DEPOSITION OF CINDY MANLY-FIELDS - 11/6/2006

1   bookshelf with all of the different books. I wouldn't

2   have a whole bunch of books, but I'd have enough to be

3   able to distribute, and then we would have the source

4   code, so the source code would also be on a book --

5   hanging on a book thing, so we knew they were clearly

6   marked.

7   And then so the students, they would look at

8   the order. They would see that, for instance, like

9   Octtools. Octtools would come with this big reel and I

10   don't know how many books. So we'd put the books with

11   it if that was the order. Then we'd put a copy of their

12   order -- so you have to make a copy. They'd put a copy

13   of the order on top of it, and then put it in -- we had

14   a little printer that we print out the names and

15   addresses, put it on there, and then we'd send it. We

16   had the mail -- the mail division would pick it up.

17   Q   Who established the procedure you've been

18   describing?

19   A   When I took the job over in '85, they sort of

20   were doing things. I'm the one that actually started --

21   I was more organized than most of the people that were

22   doing it, that I actually organized it and set it up

23   that it would run smoothly, and we would get it out

24   within -- we usually told people it could take anywhere

25   from four to six weeks, but we would try to get it out

                                                        25

1   BY MR. BOYCE:

2   Q   Okay.

3   A   If you ordered it through me. I can't speak to

4   the FTP one. I can only speak for the -- through the

5   software office.

6   Q   So do you -- do you recall -- okay. Let me go

7   back to the steps.

8   It says "to obtain ordering information." That

9   sounds like a precursor to the distribution, the

10   ordering information.

11   Am I correct?

12   A   Yeah. It was an order form. That's what they

13   mean. To get the order form, you needed to contact me.

14   Q   Okay. And those are the steps we went through,

15   your procedure?

16   A   Mm-hm.

17   Q   Do you recall in the 1990 -- on or about

18   September 29th, 1990 receiving any requests for ordering

19   information for Octtools 4.0?

20   A   I probably did, but I don't recall because I

21   don't have any of that information. I mean, I don't

22   have any orders in front of me. I remember that it

23   was -- it was somewhat popular. A lot of people did

24   order it. But I couldn't say how many did. I don't

25   know.

33

DEPOSITION OF CINDY MANLY-FIELDS - 11/6/2006

1   STATE OF CALIFORNIA   )

)   ss.

2   COUNTY OF SANTA CLARA   )

3

4

5   I, DIANE S. MARTIN, a Certified Shorthand

6   Reporter in and for the State of California, certify

7   that the witness in the foregoing deposition,

8   CINDY MANLY-FIELDS,

9   was by me duly sworn to tell the truth, the whole truth

10   and nothing but the truth in the within-entitled cause,

11   and that the foregoing is a full, true and correct

12   transcript of the proceedings had at the taking of said

13   deposition, reported to the best of my ability and

14   transcribed under my direction.

15

16

17   *november 20*, 2006.   *Diane S Martin*

     Date   CSR Number C-6464

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                                                        124

EXHIBIT C

SEALED EXHIBIT

EXHIBIT D

SEALED EXHIBIT

EXHIBIT E

Thomson StreetEvents℠

LAVA - Q1 2007 Magma Design Automation, Inc. Earnings Conference Call

Event Date/Time: Aug. 03. 2006 / 4:30PM ET

FINAL TRANSCRIPT

Aug. 03. 2006 / 4:30PM, LAVA - Q1 2007 Magma Design Automation, Inc. Earnings Conference Call

CORPORATE PARTICIPANTS

Milan Lazich
Magma Design Automation, Inc. - Corporate Development and Marketing

Rajeev Madhavan
Magma Design Automation, Inc. - CEO

Roy Jewell
Magma Design Automation, Inc. - COO

Pete Teshima
Magma Design Automation, Inc. - CFO

Dave Stanley
Magma Design Automation, Inc. - Vice President, Corporate Affairs

CONFERENCE CALL PARTICIPANTS

Dennis Wassung
Canaccord Adams - Analyst

Jay Vleeschhouwer
Merrill Lynch - Analyst

Rich Valera
Needham & Co. - Analyst

Raj Seth
Cowen and Company - Analyst

John Evans
Wells Capital - Analyst

Tim Fox
Deutsche Bank - Analyst

PRESENTATION

Operator

Good afternoon. My name is Rebecca and I will be your conference operator today. At this time, I would like to welcome everyone to fiscal 2007 first quarter earnings call. All lines have been placed on mute to prevent any background noise. After the speaker's remarks, there will be a question-and-answer session.

[Operator Instructions].

Thank you. I will now turn the conference over to Mr. Milan Lazich.

_____

Milan Lazich - *Magma Design Automation, Inc. - Corporate Development and Marketing*

Good afternoon. Welcome to Magma's earnings call for our fiscal 2007 first quarter. On the call are Rajeev Madhavan, Magma's Chairman and Chief Executive Officer; Roy Jewell, Magma's President and Chief Operating Officer and Pete Teshima our Chief financial Officer.

We will today review the results for the recently completed quarter and discuss our direction going forward. The press release announcing our quarterly results we distributed shortly after 4:00 p.m. Eastern Daylight time today and is available on the Magna

FINAL TRANSCRIPT

Aug. 03. 2006 / 4:30PM, LAVA - Q1 2007 Magma Design Automation, Inc. Earnings Conference Call

So I still see very strong growth in market share. And to reiterate what Rajeev said, very strong contributions to the backlog so that we have a strong annuity to draw on to grow the revenue side of the business going forward.

So I think we're very positive and bullish right now.

Rich Valera - *Needham & Co. - Analyst*

Okay. Thanks, Roy.

Operator

Your next question comes from the line of Raj Seth with Cowen and Company.

Raj Seth - *Cowen and Company - Analyst*

Hi, thanks. I've got a couple.

Roy, a couple of quarters ago you guys talked about the potential for seeing some impact within your customer base from the ongoing litigation. Last quarter you didn't see any -- any change? Do you sense any additional skittishness relating to the ongoing litigation? Or is not in fact having a material impact on your business intake?

Roy Jewell - *Magma Design Automation, Inc. - COO*

I'll change it. It's having an absolutely no impact on our business. And there's actually a proprietary market research document that we bought earlier this quarter that they polled a number of our customers. And, in fact, I think it was a number of 30 some customers on the response of what's the litigation going to have in terms of impact on your purchasing decisions.

And it came back 100% said none.

Raj Seth - *Cowen and Company - Analyst*

Okay. That's good news, a couple of others if I might.

Are you, you made a comment about share. And I'm curious if you guys still continue to believe that in the core markets where you have participated before? I know it's a little bit difficult because you're expanding the boundaries of your coverage, but all in EDA seem to be doing well. Do you think you're, at this point, taking meaningful share in for example your visual implementation core business still? Or is the share comment a function of this expanding market tam, which you take advantage of?

Rajeev Madhavan - *Magma Design Automation, Inc. - CEO*

Again, just to answer the question Raj. I'm Rajeev.

We think we will take another 10% every other year. Every 2 years we've been taking 10%. And this is no different infusion because of what we've done with Talus. We continue to see increase in market share. In fact the comments we got from Talus from non-Magma users were extremely positive. In fact a number of engagements that are going on are with non-Magma users. And we think Talus will allow us to collect that 10% more market share mold in our core implementation products.

FINAL TRANSCRIPT

Aug. 03. 2006 / 4:30PM, LAVA - Q1 2007 Magma Design Automation, Inc. Earnings Conference Call

Every 2 years we do 10%. And that we think will continue.

Raj Seth - *Cowen and Company - Analyst*

And on the Talus product if I'm an existing Blast customer, is that something I get under maintenance or do I pay more for it? And how fast would you expect your Blast base to transition to this new tool?

Roy Jewell - *Magma Design Automation, Inc. - COO*

Raj, no, it does not come under maintenance. It's a new product.

And so our current customers will have to be making the decisions as they move into the more aggressive parts of 65 and 45 nanometer process technologies to decide whether they want to make the transition based upon the efficiencies or the total, the technology advantages.

But I think you're going to see a few this year, a few of the leading edge designs. And I think the acceleration will start later next year and move into probably fiscal 2009 very aggressively where it becomes the dominant product that we're selling.

Raj Seth - *Cowen and Company - Analyst*

Okay. One last one, I feel a bit like Jay here, but one last one if I might.

The router in Talus is that a new router? I mean you've had some issues historically with your router. I know you have a number of different projects designed to produce a next generation router. Is that; is there something new in Talus there? Or what's the story around the router?

Rajeev Madhavan - *Magma Design Automation, Inc. - CEO*

Talus is absolutely is the next generation router. And we are evolving further on that router. So Talus is absolutely a heavily different changeable for Magma in the lead in the routing space as well. And that's one of the things that uniquely makes Talus very differentiatable.

The other thing I want to make sure that you understand, with Talus the whole flow is paralyzable. I mean not like others claim in terms of my routers is paralyzable. I mean by the time the routing can be done, the whole chip can be done.

Raj Seth - *Cowen and Company - Analyst*

And, sorry, just a follow-up. The router here that's in Talus, is that something that you're still selling Blast products. Is that something that you insert into the current Blast line as well? Or do I need to buy Talus in order to get it?

Rajeev Madhavan - *Magma Design Automation, Inc. - CEO*

Some of the process rule requirement special things have certainly been migrated into the Blast Fusion. Some of the routing capabilities are in Blast Fusion. Some of the newer routing technologies, including the bond technology that we are bringing online slowly over a period of time will not make its way into the Blast Fusion technology.

SYN1723460

EXHIBIT F

1   DAVID M. FURBUSH (S.B. #83447)
    MEREDITH N. LANDY (S.B. #136489)
2   DALE M. EDMONDSON (S.B. #189793)
    SARA M. FOLCHI (S.B. #228540)
3   O'MELVENY & MYERS LLP
    2765 Sand Hill Road
4   Menlo Park, California 94025
    Telephone: (650) 473-2600
5   Facsimile: (650) 473-2601
    dfurbush@omm.com
6   mlandy@omm.com
    dedmondson@omm.com
7   sfolchi@omm.com

8   Attorneys for Defendants
    MAGMA DESIGN AUTOMATION, INC.,
9   RAJEEV MADHAVAN, GREGORY C. WALKER
    and ROY E. JEWELL

10

11   **UNITED STATES DISTRICT COURT**

12   **NORTHERN DISTRICT OF CALIFORNIA**

13 IN RE MAGMA DESIGN   Case No. C-05-2394-CRB
    AUTOMATION, INC. SECURITIES
14 LITIGATION   **CLASS ACTION**

15   **NOTICE OF MOTION AND MOTION
                                    TO DISMISS THE CONSOLIDATED
16   AMENDED CLASS ACTION
                                    COMPLAINT FOR VIOLATION
17 THIS DOCUMENT RELATES TO: OF FEDERAL SECURITIES LAWS;
    ALL ACTIONS   MEMORANDUM OF POINTS AND
18   AUTHORITIES IN SUPPORT THEREOF;
                                    CORPORATE DISCLOSURE
19   STATEMENT AND CERTIFICATION OF
                                    INTERESTED ENTITIES OR PERSONS**
20   (*Fed. R. Civ. P. 7.1 and Local Rule 3-16*)

21   [Filed Concurrently With:
                                    1. **Declaration of Sara M. Folchi in Support
22   of Motion to Dismiss the Consolidated
                                    Amended Class Action Complaint for
23   Violation of Federal Securities Laws;**
                                    2. **Request for Judicial Notice in Support
24   of Motion to Dismiss; and**
                                    3. **[Proposed] Order.]**
25
                                    Hearing Date: June 23, 2006
26   Time: 10:00 a.m.
                                    Place: Courtroom 8
27   Judge: Honorable Charles R. Breyer

28

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1 5(c)(1)(A);[4] *Employers Teamsters Local Nos. 175 & 505 Pension Trust Fund v. Clorox Co.*, 353

2 F.3d 1125, 1132 (9th Cir. 2004) (dismissing claims).

3   **3.   Plaintiffs' challenge to Magma's rebuttal of Synopsys's claims fails for**
       the additional reason that it attacks constitutionally-protected speech
4   **immunized by the Noerr-Pennington doctrine.**

5   In accordance with the First Amendment, the Noerr-Pennington doctrine provides

6 immunity from liability arising out of the filing and maintaining of a civil lawsuit, so long as the

7 litigation is not a sham. *Manistee Town Ctr. v. City of Glendale*, 227 F.3d 1090, 1092, 1094 (9th

8 Cir. 2000) (holding that doctrine extends beyond antitrust context). "*Noerr-Pennington*

9 immunity, and the sham exception, also apply to defensive pleadings because asking a court to

10 deny one's opponent's petition is also a form of petition . . . ." (citation omitted). *Freeman v.*

11 *Lasky Haas & Cohler*, 410 F.3d 1180, 1184 (9th Cir. 2005). Moreover, the Noerr-Pennington

12 doctrine extends immunity not only to the actual proceedings but to conduct incidental to prose-

13 cution of the suit. *Freeman*, 410 F.3d at 1184 ("'[C]onduct incidental to' a petition is protected

14 by *Noerr-Pennington* if the petition itself is protected."). Such constitutionally-protected

15 "incidental" activity includes press releases. *See, e.g., Aircapital Cablevision, Inc. v. Starlink*

16 *Commc'ns Group, Inc.*, 634 F. Supp. 316, 326 (D. Kan. 1986) (public relations campaign and

17 press releases concerning suit are immunized); *Columbia Pictures Indus., Inc. v. Prof'l Real*

18 *Estate Investors, Inc.*, 944 F.2d 1525, 1528-29 (9th Cir. 1991) (consideration of settlement offer

19 was protected conduct incidental to suit (citing *Aircapital*, 634 F. Supp 316, 326 (D. Kan.

20 1986))), *aff'd*, 508 U.S. 49 (1993); *Bristol-Meyers Squibb Co. v. Immunex Corp.*, 84 F. Supp. 2d

21 574, 578 (D.N.J. 2000) (when statements to Congress were protected, attendant statements

22 reported by press were equally protected). Here, plaintiffs attack exactly the kind of statements

23 that Noerr-Pennington protects — a press release incidental to a suit announcing Magma's intent

24 to defend itself, and subsequent statements that plaintiffs claim should have said more concerning

25 that suit. Complaint ¶¶ 45, 48-51. Moreover, plaintiffs have not even attempted to show that

26 Magma's defense was a sham, as they have not alleged (and cannot allege) that Magma had no

27 _____

28 [4] Even absent meaningful cautionary language, there is no liability for forward looking statements
    absent actual knowledge of falsity, which plaintiffs have not alleged here. 15 U.S.C. § 78u-5(c).

- 13 -

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1   good-faith defenses to the Synopsys suit. All claims based on statements involving Magma's

2   prospects in the Synopsys suit are thus barred as a matter of law.

III.   CONCLUSION

4   The United States Supreme Court recently had occasion to remind the nation of the

5   important function served by the strict pleading standards of the PSLRA. Referring to the

6   legislative history of the act, and to prior Supreme Court decisions, a unanimous court in *Dura*

7   *Pharmaceuticals, Inc. v. Broudo*, 125 S. Ct. 1627, 1634 (2005), commented that the statute is

8   designed to prevent "abusive" practices including "the routine filing of lawsuits . . . with only a

9   faint hope that the discovery process might lead eventually to some plausible cause of action"; to

10 preclude plaintiffs "with a largely groundless claim to simply take up the time of a number of

11 other people, with the right to do so representing an *in terrorem* increment of the settlement

12 value, rather than a reasonably founded hope that the [discovery] process will reveal relevant

13 evidence;" and to avoid transforming private securities actions into "a partial downside insurance

14 policy."

15   To effectuate these purposes, the complaint in this case should be dismissed.

16

17 Dated: March 24, 2006

18   DAVID M. FURBUSH
                                            MEREDITH N. LANDY
                                            DALE M. EDMONDSON
19   SARA M. FOLCHI
                                            O'MELVENY & MYERS LLP
20

21

22   By: /s/ David M. Furbush
                                                  David M. Furbush

23   Attorneys for Defendants
                                            MAGMA DESIGN AUTOMATION, INC.,
24   RAJEEV MADHAVEN, GREGORY C.
                                            WALKER and ROY E. JEWELL
25

26

27

28

O'MELVENY & MYERS LLP
ATTORNEYS AT LAW
MENLO PARK

EXHIBIT G

UNITED STATES PATENT AND TRADEMARK OFFICE

UNITED STATES DEPARTMENT OF COMMERCE
United States Patent and Trademark Office
Address. COMMISSIONER FOR PATENTS
P.O. Box 1450
Alexandria, Virginia 22313-1450
www.uspto.gov

APPLICATION NO.	FILING DATE	FIRST NAMED INVENTOR	ATTORNEY DOCKET NO.	CONFIRMATION NO.
90/007,869	01/09/2006	6766501	SYNP 107	8180

36454   7590   10/18/2006

SYNOPSYS, INC. C/O HAYNES BEFFEL & WOLFELD LLP
P.O. BOX 366
HALF MOON BAY, CA 94019

EXAMINER

ART UNIT	PAPER NUMBER

DATE MAILED: 10/18/2006

Please find below and/or attached an Office communication concerning this application or proceeding.

PTO-90C (Rev. 10/03)

Notice of Intent to Issue *Ex Parte Reexamination Certificate*	Control No. 90/007,869	Patent Under Reexamination 6766501	
	Examiner Kwang B. Yao	Art Unit 3992	

-- The MAILING DATE of this communication appears on the cover sheet with the correspondence address --

1. ☒ Prosecution on the merits is (or remains) closed in this *ex parte* reexamination proceeding. This proceeding is subject to reopening at the initiative of the Office or upon petition. *Cf.* 37 CFR 1.313(a). A Certificate will be issued in view of

    (a) ☒ Patent owner's communication(s) filed: *22 September 2006 and 21 April 2006.*
    (b) ☐ Patent owner's late response filed: _____.
    (c) ☐ Patent owner's failure to file an appropriate response to the Office action mailed: _____.
    (d) ☐ Patent owner's failure to timely file an Appeal Brief (37 CFR 41.31).
    (e) ☐ Other: _____.

    Status of *Ex Parte* Reexamination:
    (f) Change in the Specification: ☐ Yes ☒ No
    (g) Change in the Drawing(s): ☐ Yes ☒ No
    (h) Status of the Claim(s):

        (1) Patent claim(s) confirmed: *1-26.*
        (2) Patent claim(s) amended (including dependent on amended claim(s)): _____
        (3) Patent claim(s) cancelled: _____.
        (4) Newly presented claim(s) patentable: _____.
        (5) Newly presented cancelled claims: _____.

2. ☒ Note the attached statement of reasons for patentability and/or confirmation. Any comments considered necessary by patent owner regarding reasons for patentability and/or confirmation must be submitted promptly to avoid processing delays. Such submission(s) should be labeled: "Comments On Statement of Reasons for Patentability and/or Confirmation."

3. ☐ Note attached NOTICE OF REFERENCES CITED (PTO-892).

4. ☐ Note attached LIST OF REFERENCES CITED (PTO/SB/08).

5. ☐ The drawing correction request filed on _____ is: ☐ approved ☐ disapproved.

6. ☐ Acknowledgment is made of the priority claim under 35 U.S.C. § 119(a)-(d) or (f).
    a)☐ All b)☐ Some* c)☐ None   of the certified copies have
        ☐ been received.
        ☐ not been received.
        ☐ been filed in Application No. _____.
        ☐ been filed in reexamination Control No. _____.
        ☐ been received by the International Bureau in PCT Application No. _____.

    * Certified copies not received: _____.

7. ☐ Note attached Examiner's Amendment.

8. ☐ Note attached Interview Summary (PTO-474).

9. ☒ Other: *PTO 1449.*

SYN1724190

UNITED STATES DEPARTMENT OF COMMERCE
PATENT AND TRADEMARK OFFICE

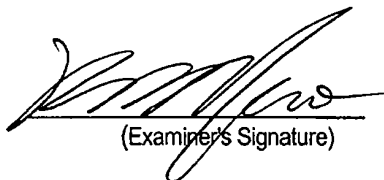# R E E X A M I N A T I O N

REASONS FOR PATENTABILITY / CONFIRMATION

Reexamination Control No. _90/007,869_   Attachment to Paper No. _20061011_.

Art Unit _3992_.

See the attached "DETAILED ACTION".

(Examiner's Signature)

PTOL-476 (Rev. 03-98)

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Art Unit: 3992

DETAILED ACTION

CONCLUDED REEXMAINATION PROCEEDING

1.   The reexamination proceeding is concluded because of the Statutory Disclaimer filed on 9/22/06.

STATEMENT OF REASONS FOR PATENTABILITY AND/OR CONFIRMATION

2.   The following is an examiner's statement of reasons for patentability and/or confirmation of the claims found patentable in this reexamination proceeding:

The invention in '501 patent is directed to a process used to guide layout of a single scan chain in the placement procedure for an integrated circuit design. Each independent claim identifies the uniquely distinct features.

Regarding claim 1, partitioning said scan chain into a plurality of sets of re-orderable scan cells, wherein partitioning information which describes the scan cells of each set is generated; and based on said partitioning information, re-ordering scan cells of said scan chain during layout processes of said integrated circuit design, said step of re-ordering only re-ordering scan cells of a same set.

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Art Unit: 3992

Regarding claim 8, a scan chain partitioning system for partitioning said scan chain into a

plurality of sets of re-orderable scan cells and for reporting partitioning information indicative

thereof; and a place-and-route system for generating a layout from said scannable netlist, said

place-and-route system for re-ordering said scan cells of said scan chain based on said

partitioning information by only re-ordering scan cells of a same set.

Regarding claim 15, (b) partitioning scan chain into a plurality of sets of re-orderable

scan cells and generating partitioning information indicative thereof; (c) providing said

scannable netlist and said partitioning information to a layout process; and (d) said layout

process re-ordering said scan cells of said scan chain based on said partitioning information by

only re-ordering scan cells of a same set.

Regarding claim 22, b1) partitioning said scan cells of said first scan chain into sets

according to a first characteristic of said scan cells wherein scan cells of a given set share the

same first characteristic; and b2) partitioning scan cells of said sets of step b1) into subsets

according to a second characteristic of said scan cells wherein scan cells of a given subset share

the same second characteristic and the same first characteristic; and c) constructing a second scan

chain by breaking said scan cell ordering of said first scan chain and reordering said scan cells

based on said partitioning information wherein only scan cells of a same subset are allowed to be

reordered.

The dependent claims 2-7, 9-14, 16-21, and 23-26 are dependent of the independent

claims 1, 8, 15 and 22; and therefore, they are confirmed for the same reason noted in the

independent claims above.

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The closest prior art, Barbagallo et al. ("Scan Insertion Criteria for Low Design Impact",

Proc IEEE VLSI Test Symposium 1996) and Barbagallo et al. ("Layout-driven Scan Chain

Partitioning and Reordering", IEEE European Test Workshop, 1996) disclose conventional scan

chain reordering, either singularly or in combination, fail to anticipate or render the above

features obvious.

Any comments considered necessary by PATENT OWNER regarding the above

statement must be submitted promptly to avoid processing delays. Such submission by the

patent owner should be labeled: "Comments on Statement of Reasons for Patentability and/or

Confirmation" and will be placed in the reexamination file.

3.   All correspondence relating to this ex parte reexamination proceeding should be directed:

By U.S. Postal Service Mail:

                       Mail Stop "Ex Parte Reexam"
                       Central Reexamination Unit
                       Office of Patent Legal Administration
                       United States Patent & Trademark Office
                       P.O. Box 1450
                       Alexandria, VA 22313-1450

By FAX :   (571) 273-9900
                       Central Reexamination Unit

Application/Control Number: 90/007,869   Page 5

Art Unit: 3992

By hand: Customer Service Window
                    Attn: Central Reexamination Unit
                    Randolph Building, Lobby Level
                    401 Dulany Street
                    Alexandria, VA 22314

Any inquiry concerning this communication or earlier communications from the

examiner, or as to the to the status of this proceeding, should be directed to the Central

Reexamination Unit at telephone number (571) 272-7705.

Kwang B. Yao
Primary Examiner
(571) 272-3182

_____
Conferee

_____
Conferee